

EXHIBIT 93

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION

UNITED STATES, et al., : Civil Action No.:
Plaintiffs, : 1:23-cv-108
versus : Tuesday, September 17, 2024
GOOGLE LLC, : Alexandria, Virginia
Defendant. : Day 7 a.m.
: Pages 1-166

The above-entitled bench trial was heard before the Honorable Leonie M. Brinkema, United States District Judge. This proceeding commenced at 9:00 a.m.

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24 COMPUTERIZED TRANSCRIPTION OF STENOGRAPHIC NOTES

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P R O C E E D I N G S

2

THE DEPUTY CLERK: Civil Action Number
1:23-cv-108, United States of America, et al. versus Google
LLC.

5

Will counsel please note their appearance for the
6 record, first for the plaintiff.

7

MR. HENRY: Good morning, Your Honor. Ty Henry on
8 behalf of the plaintiff states.

9

THE COURT: Good morning.

10

MS. WOOD: Good morning, Your Honor. Julia Tarver
11 Wood from the Department of Justice for the United States.
12 With me are my colleagues, Aaron Teitelbaum --

13

MR. TEITELBAUM: Good morning, Your Honor.

14

MS. WOOD: -- Tim Longman, Michael Wolin and Jeff
15 Vernon.

16

THE COURT: Good morning.

17

MS. WOOD: And also Mr. Mene from the U.S.
18 Attorney's Office, of course.

19

THE COURT: Mr. Mene.

20

MS. DUNN: Good morning, Your Honor. Karen Dunn
21 from Google, and with me are Jeannie Rhee, Anita Liu,
22 Bill Isaacson, Craig Reilly and Matt Spalding.

23

THE COURT: Good morning. All right. We're ready
24 to proceed.

25

My understanding is we're going to call -- is it

1 Ms. or Mr.?

2 MS. WOOD: Mr. Jayaram.

3 THE COURT: Yes.

4 MS. WOOD: Plaintiffs call Nirmal Jayaram to the
5 stand.

6 And we have already, to facilitate things, passed
7 out the binders. So the Court and witness and opposing
8 counsel should have --

9 MS. RHEE: And we --

10 MS. WOOD: Yes. We gave them a ten-minute head
11 start.

12 THE COURT: You can thank the criminal defendant
13 for that.

14 THE DEPUTY CLERK: Can you raise your right hand.
15 **Thereupon,**

16 NIRMAL JAYARAM,

17 having been called as a witness on behalf of the plaintiffs
18 and having been first duly sworn by the Deputy Clerk, was
19 examined and testified as follows:

20 (Time noted: 9:01 a.m.)

21 THE DEPUTY CLERK: Thank you.

22 DIRECT EXAMINATION

23 BY MS. WOOD:

24 Q Good morning, Mr. Jayaram. How are you?

25 A Good morning. I am fine. How are you?

1 A At the time they were all more senior than I was.

2 Q Okay. And then do you see Number 2 says: "From AdX's

3 perspective, GDN" -- meaning Google Ads -- "does not behave

4 like an arm's-length buyer"; do you see that?

5 A I see it.

6 Q Were you aware of that at the time you were working on

7 the buy-side?

8 A I was not aware of the sentiment at that time.

9 Q The sentiment?

10 A Whatever is written here.

11 Q Okay. Were you aware of the sentiment generally?

12 A That GDN does not behave like an arm's-length buyer?

13 Q Correct.

14 A No, I was not.

15 Q Okay. And then if you turn to the top of the next

16 page, A says: "GDN, Google Ads, has visibility into

17 'confidential AdX data' due to shared infrastructure.

18 Publishers dislike this"; do you see that?

19 A I see it.

20 Q And then if you go below that, there's the discussion

21 of some proposed solution impact risks; do you see that?

22 A Yes.

23 Q And do you see the second one is: "Erect a firewall

24 (Chinese wall) between AdX and GDN or Google Ads"; do you

25 see that?

1 A Yes.

2 Q And under that it says: "A, GDN" -- or Google Ads
3 should -- "should be treated just like any other AdX buyer,
4 no special data access, no special policies, no special
5 treatment"; do you see that?

6 A Yes.

7 Q Do you recall at any time that you were working at
8 Google in the last 12 years that there was a firewall
9 imposed between AdX and Google Ads such that teams
10 consulting on those projects could not discuss strategic
11 advantages?

12 A I do not know of any formal firewall.

13 Q Okay. Now, at some point in time, Google began to
14 discuss whether it was necessary for Google Ads to bid more
15 broadly than just on AdX; is that right?

16 A Can you please repeat that question?

17 Q At some point in time, people within Google's buy-side
18 group began discussing that Google Ads should start bidding
19 on exchanges other than Google -- other than AdX?

20 A Yes.

21 Q Okay. Let me show you what has been marked for
22 identification as PTX 132.

23 THE COURT: Okay. We're going to get some
24 objection because I see the comments.

25 MS. WOOD: We're happy to redact the comments,

1 Your Honor.

2 MS. RHEE: Yes, Your Honor.

3 THE COURT: Other than that, there's no objection;
4 is that correct, Ms. Rhee?

5 MS. RHEE: Other than that, there is no objection.

6 THE COURT: All right. So 132, minus the
7 comments, is in.

8 (Plaintiffs' Exhibit Number **132 admitted into evidence.**)

9 BY MS. WOOD:

10 Q And, Mr. Jayaram, do you see -- the document is up on
11 your screen now, and the heading is "AdWords cross-exchange
12 bidding"; do you see that?

13 A Yes.

14 Q And there's a summary, and Number 1 under the summary
15 reads: "GDN" -- or Google Ads -- "needs to be
16 cross-exchange competitively." That's what we've been
17 talking about, that in order for Google Ads to be
18 competitive as a buy-side product, it needs to bid on more
19 than one exchange, more than just AdX; right?

20 A I see that statement here.

21 Q And the next statement reads: "We will do it via
22 xBid's implementation"; do you see that?

23 A I do.

24 Q And xBid's implementation refers to the existing
25 implementation that DV360 already had with third-party

1 questions by the government attorney on strategic
2 considerations, which is I think the very end of this
3 document.

4 MS. RHEE: If we could get your assistance,
5 Mr. Klein, there.

6 BY MS. RHEE:

7 Q And here, you see that under the first paragraph in
8 strategic considerations, this is about a combination to
9 compete against direct sold; do you see that?

10 MS. RHEE: If we could maybe highlight that just
11 to keep this moving.

12 MS. WOOD: Objection to the lack of context.

13 THE COURT: Well, first of all, we're going to
14 recess for the lunch break, and we can get back to this
15 after lunch.

16 MS. RHEE: Thank you, Your Honor.

17 (Court recessed for lunch at 1:00 p.m)

18 -----
19 I certify that the foregoing is a true and accurate
20 transcription of my stenographic notes.

21 Stephanie Austin
22

23 Stephanie M. Austin, RPR, CRR
24
25